

**United States Bankruptcy Court
District of Maryland**

COPY

In re T.J.B., Inc.

Debtor

Case No. 02-22331

Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts from Schedules D, E, and F to determine the total amount of the debtor's liabilities.

			AMOUNTS SCHEDULED		
NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	3	0.00		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	2		0.00	
E - Creditors Holding Unsecured Priority Claims	Yes	1		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	17		168,324,983.00	
G - Executory Contracts and Unexpired Leases	Yes	7			
H - Codebtors	Yes	7			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		38			
Total Assets			0.00		
Total Liabilities				168,324,983.00	

In re **T.J.B., Inc.**

Case No. **02-22331**

Debtor

SCHEDULE A. REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, or both own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. (See Schedule D.) If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
None				

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

0 continuation sheets attached to the Schedule of Real Property

(Report also on Summary of Schedules)

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE B. PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, or both own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property."

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	X			
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			

Sub-Total > **0.00**
(Total of this page)

In re T.J.B., Inc.Case No. 02-22331

Debtor

SCHEDULE B. PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
10. Annuities. Itemize and name each issuer.	X			
11. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Itemize.	X			
12. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
13. Interests in partnerships or joint ventures. Itemize.	X			
14. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
15. Accounts receivable.	X			
16. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
17. Other liquidated debts owing debtor including tax refunds. Give particulars.	X			
18. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule of Real Property.	X			
19. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			

Sub-Total > **0.00**
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Sheet 1 of 2 continuation sheets attached
to the Schedule of Personal Property

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE B. PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
20. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
21. Patents, copyrights, and other intellectual property. Give particulars.		See Schedule B of Mattress Discounters Corporation, Case No. 02-22330	-	0.00
22. Licenses, franchises, and other general intangibles. Give particulars.		See Schedule B of Mattress Discounters Corporation, Case No. 02-22330	-	0.00
23. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
24. Boats, motors, and accessories.	X			
25. Aircraft and accessories.	X			
26. Office equipment, furnishings, and supplies.	X			
27. Machinery, fixtures, equipment, and supplies used in business.	X			
28. Inventory.	X			
29. Animals.	X			
30. Crops - growing or harvested. Give particulars.	X			
31. Farming equipment and implements.	X			
32. Farm supplies, chemicals, and feed.	X			
33. Other personal property of any kind not already listed.	X			

Sub-Total >	0.00
(Total of this page)	
Total >	0.00

Sheet 2 of 2 continuation sheets attached
to the Schedule of Personal Property

(Report also on Summary of Schedules)

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and account number, if any, of all entities holding claims secured by property of the debtor as of the date of filing of the petition. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests. List creditors in alphabetical order to the extent practicable. If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	CODEBTOR H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
Account No.			Blanket					
Bank of New Hampshire 300 Franklin Street Manchester, NH 03101	-							
			Value \$ Unknown				0.00	Unknown
Account No.			Equipment					
Bank of New Hampshire 300 Franklin Street Manchester, NH 03101	-							
			Value \$ Unknown				0.00	Unknown
Account No.			Certain Equipment					
Copelco Capital, Inc. PO Box 728 Park Ridge, NJ 07656	-							
			Value \$ Unknown				0.00	Unknown
Account No.			Blanket for collateral associated with real property located in Maryland					
John Hanson Savings Bank 11700 Beltsville Drive Beltsville, MD 20705	-							
			Value \$ Unknown				0.00	Unknown
Subtotal (Total of this page)							0.00	

1 continuation sheets attached

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS, INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.			Equipment					
R.C. Hazelton Company, Inc. 1645 Candia Road Manchester, NH 03108								
			Value \$ Unknown				0.00	Unknown
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Subtotal
(Total of this page)

0.00

Total
(Report on Summary of Schedules)

0.00

In re T.J.B., Inc.

Case No. 02-22331

Debtor

SCHEDULE E. CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name and mailing address, including zip code, and account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of this petition.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Code debtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Code debtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotal" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Repeat this total also on the Summary of Schedules.

☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(2).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$4,650* per person earned within 90 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507 (a)(3).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$4,650* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(5).

☐ **Deposits by individuals**

Claims of individuals up to \$2,100* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(6).

☐ **Alimony, Maintenance, or Support**

Claims of a spouse, former spouse, or child of the debtor for alimony, maintenance, or support, to the extent provided in 11 U.S.C. § 507(a)(7).

☐ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

*Amounts are subject to adjustment on April 1, 2004, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

0 continuation sheets attached

In re **T.J.B., Inc.**

Case No. **02-22331**

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SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

*

* In addition to the contingent liabilities indicated below which relate to the Debtor's (a) guarantee obligations for certain leases and (b) litigation claims, the Debtor operates on a consolidated basis with Mattress Discounters Corporation

In re **T.J.B., Inc.**

Case No. **02-22331**

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SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

**** Note:** Sealy Mattress Company has a \$12.5 million participation interest in 100% of the Tranche B Claims of JPMorgan and Fleet Bank (\$6.25 million each)

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and account number, if any, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

☐ Check this box if debtor has no creditors holding unsecured nonpriority claims to report on this Schedule F.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
Account No. 1350 Van Ness Associates, LLC 228 Sir Francis Drake Blvd San Anselmo, CA 94960	X -	3/1/97 Guarantor of Mattress Discounters Corporation Lease	X	X		Unknown
Account No. 17th & Newport, LLC c/o E.S. Scarello 1706B Newport Boulevard Costa Mesa, CA 92627	X -	8/1/94 Guarantor of Mattress Discounters Corporation Lease	X	X		Unknown
Account No. 259 Huntington Realty, Inc. 10 East 80th Street New York, NY 10021	X -	Guarantor of Mattress Discounters of NY Lease	X	X		Unknown
Account No. 8600 Associates LP 6735 Telegraph Road Suite 110 Bloomfield Hills, MI 48301	X -	5/1/96 Guarantor of Mattress Discounters Corporation of Michigan Lease	X	X		Unknown
Subtotal (Total of this page)						0.00

14 continuation sheets attached

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			5/21/90				
Anthony R. Garguillo, Trustee PO Box 20630 Cranston, RI 03920	X	-	Guarantor of Mattress Discounters Lease	X	X		Unknown
Account No.			Various Times beginning in April 2001.				
ARK II CLO 2001-1, Ltd. c/o Patriarch Partners LLC 112 South Tyron St Suite 700 Charlotte, NC 28284	X	-	Guarantor of obligations of Mattress Discounters Corporation under Credit Facility dated as of August 6, 1999, as Amended and Restated as of January 11, 2002 (as subsequently amended and restated)	X			4,747,495.00
Account No.			Guarantor of Mattress Discounters Lease				
Arturo Guitierrez et al., Trustees The Guitierrez Co. Burlington Office Park 1 Wall Street Burlington, MA 01803	X	-		X	X		Unknown
Account No.			11/94				
ASN, Inc. 20320 W. Eight Mile Road Southfield, MI 48075	X	-	Guarantor of Mattress Discounters Corporation Lease	X	X		Unknown
Account No.			9/7/95				
Attie Trust c/o David Antebi 10179 Baywood Court Los Angeles, CA 90077	X	-	Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown

Sheet no. 1 of 14 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

4,747,495.00

In re T.J.B., Inc.Case No. 02-22331

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			Guarantor of Mattress Discounters of NY Lease				
Basser-Kaufman Co. 335 Central Avenue Carle Place, NY 11514	X	-		X	X		Unknown
Account No.			2/3/94 Guarantor of Mattress Discounters Corporation of Pittsburg Lease				
Bernard Roth & Donald Plung, Trustees 3845 Northern Pike Monroeville, PA 15146	X	-		X	X		Unknown
Account No.			2/2/94 Guarantor of Mattress Discounters Corporation of S. CA Lease				
Buie Area M. Ltd. Partnership c/o Pacific West Asset Mgmt Corp. 150 Paularino Suite 285 Costa Mesa, CA 96277	X	-		X	X		Unknown
Account No.			4/11/94 Guarantor of Mattress Discounters Corporation of S. CA Lease				
Byron White 591 Camino De La Reina Suite 616 San Diego, CA 92108	X	-		X	X		Unknown
Account No.			7/14/98 Guarantor of Mattress Discounters Corporation Lease				
Century Plaza Corporation c/o Sierra Pacific Properties 3890 Railroad Ave Pittsburg, CA 94565	X	-		X	X		Unknown

Sheet no. 2 of 14 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

0.00

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			8/31/92				
Chu Living Trust c/o Biagini Properties, Inc. 333 W. El Camino Real Suite 240 Sunnyvale, CA 94087	X	-	Guarantor of Mattress Discounters Corporation Lease	X	X		Unknown
Account No.			11/12/92				
CKL Limited Partnership c/o Ann Chen 4521 Campus Drive PMB 190 Irvine, CA 92612	X	-	Guarantor of Mattress Discounters Corporation of CA Lease	X	X		Unknown
Account No.			3/9/93				
Coddling Enterprises PO Box 6655 Santa Rosa, CA 95406	X	-	Guarantor of Mattress Discounters Corporation West Coast Corporation Lease	X	X		Unknown
Account No.			Guarantor of Mattress Discounters Lease				
Colchester Plaza Assoc. c/o Renaissance Properties First State Bank Building 342 Route 9 North Englishtown, NJ 07726	X	-		X	X		Unknown
Account No.			3/16/94				
Community I LLC 3300 Enterprise Parkway Beachwood, OH 44122	X	-	Guarantor of Mattress Discounters Corporation Lease	X	X		Unknown

Sheet no. **3** of **14** sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

0.00

In re **T.J.B., Inc.**Case No. **02-22331**

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SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			7/27/94				
CT Operating Partnership, LP 2500 Sepulveda Blvd PO Box 10010 Manhattan Beach, CA 90266	X	-	Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown
Account No.			11/9/95				
Cypress Creek Co. LP c/o Sunbelt Mgmt Co. 220 Congress Park Drive Suite 215 Delray Beach, FL 33445	X	-	Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown
Account No.			7/14/95				
D.E.K.K. Associates 640 Tigertail Road Los Angeles, CA 90049	X	-	Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown
Account No.			11/13/90				
David H. Carls and Gary Snerson c/o Annex Realty Co. PO Box 610302 Newton Highlands, MA 02461	X	-	Guarantor of Lease of Mattress Discounters	X	X		Unknown
Account No.			Guarantor of Mattress Discounters Lease				
Denton Woodbridge LLC 224 East Broad Street Westfield, NJ 07090	X	-		X	X		Unknown

Sheet no. **4** of **14** sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

0.00

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			5/19/95				
Developers Diversified Realty c/o RVIP Puente Hills LLC 3300 Enterprise Parkway Beachwood, OH 44122	X	-	Guarantor of Mattress Discounters Lease	X	X		Unknown
Account No.			Guarantor of Mattress Discounters of NY Lease				
Dimitrios & Maria Papagiannakis 2100 Sound Drive Greenport, NY 11944	X	-		X	X		Unknown
Account No.			4/6/95				
Dollinger Properties 555 Dolphin Drive Suite 600 Redwood City, CA 94065	X	-	Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown
Account No.			Guarantor of Mattress Discounters of NY Lease				
Dr. Robert Ciardullo 170 Maple Avenue #305 White Plains, NY 10601	X	-		X	X		Unknown
Account No.			4/25/94				
Eastgate Shopping Center, Inc. c/o JJ Gumberg Co. Brinton Exec. Center 1051 Brinton Rd Pittsburgh, PA 15221	X	-	Guarantor of Mattress Discounters Corporation of Pittsburgh Lease	X	X		Unknown

Sheet no. **5** of **14** sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

0.00

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Fleet National Bank ** 777 Main Street Attn: Mr. George Duestin Hartford, CT 06115	X	-	Various Times beginning April 2001. Guarantor of obligations of Mattress Discounters Corporation under Credit Facility dated as of August 6, 1999, as Amended and Restated as of January 11, 2002 (as subsequently amended and restated)	X			10,997,495.00
Account No.							
Fox Hill II, Inc. PO Box C 1044 Northern Highway Roslyn, NY 11576	X	-	Guarantor of Mattress Discounters of NY Lease	X	X		Unknown
Account No.							
Fresh Pond Mall LP 186 Alewife Brook Parkway Cambridge, MA 02138	X	-	12/24/01 Guarantor of Mattress Discounters Lease	X	X		Unknown
Account No.							
Hemstead Wantahg Co 62 South 2nd Street Deer Park, NY 11729	X	-	Guarantor of Mattress Discounters of NY Lease	X	X		Unknown
Account No.							
Irvine Retail Properties Company c/o Madison Marquette Retail Ser. Inc. 5 Jenner Suite 100 Irvine, CA 92618	X	-	4/13/94 Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown

Sheet no. **6** of **14** sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

10,997,495.00

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			Guarantor of Mattress Discounters West Coast Corporation Lease				Unknown
Jepson Parkway Associates, LP 25 Kearney Street 4th Floor San Francisco, CA 94108	X	-		X	X		
Account No.			Various times beginning in April 2001 Guarantor of obligations of Mattress Discounters Corporation under Credit Facility dated as of August 6, 1999, as Amended and Restated as of January 11, 2002 (as subsequently amended and restated)	X			12,579,993.00
JPMorgan Chase Bank ** 270 Park Avenue 20th Fl Attn: Mike Lancia New York, NY 10017	X	-					
Account No.			Guarantor of Mattress Discounters Corporation of CA Lease				Unknown
KLP Properties, Inc. Locust Street Suite 203 Walnut Creek, CA 94596	X	-		X	X		
Account No.			Guarantor of Mattress Discounters of NY Lease				Unknown
Lawrence Realty HC 1 Box 1000 Sonoita, AZ 85637	X	-		X	X		
Account No.			Guarantor of Mattress Discounters of NY Lease				Unknown
Levitt Family Holding Co. 130 West Route 59 Nanuet, NY 10954	X	-		X	X		

Sheet no. 7 of 14 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

12,579,993.00

In re T.J.B., Inc.Case No. 02-22331

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			4/24/96				
LWM Elizabeth LLC c/o Lakritz-Weber & Co. 29100 Northwestern Highway Southfield, MI 48034	X	-	Guarantor of Mattress Discounters Corporation of Michigan Lease	X	X		Unknown
Account No.			Guarantor of Mattress Discounters Corporation of Michigan Lease				
LWM Warren LLC c/o Lakritz-Weber Co. 29100 Northwestern Highway #240 Southfield, MI 48034	X	-		X	X		Unknown
Account No.			4/17/96				
Malt Partners 5812 Darlington Road Pittsburgh, PA 15217	X	-	Guarantor of Mattress Discounters Corporation of Pittsburg Lease	X	X		Unknown
Account No.			11/26/96				
Maria Associates c/o CB Richard Ellis 600 Grant Street Pittsburgh, PA 15219	X	-	Guarantor of Mattress Discounters Lease	X	X		Unknown
Account No.			Guarantor of Mattress Discounters of NY Lease				
Marx Realty & Improvement Co., Agent 708 Third Avenue 15th Floor New York, NY 10017	X	-		X	X		Unknown
Sheet no. <u>8</u> of <u>14</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							0.00

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			5/16/94				
MH Properties c/o Pacific West Asset Management Corp. 150 Paularino Suite 285 Costa Mesa, CA 92626	X	-	Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown
Account No.			Guarantor of Mattress Discounters Lease				
N.T. Hegeman Co. Ltd. 223 The Mall at IV Paramus, NJ 07652	X	-		X	X		Unknown
Account No.			Guarantor of Mattress Discounters Corporation of S. CA Lease				
Nevada Investment Holdings Inc. c/o Sunbelt Mgmt Co. 5405 Morehouse Drive Suite 250 San Diego, CA 92121	X	-		X	X		Unknown
Account No.			7/30/94				
Oakland Mall Ltd. 39577 N. Woodward Ave. Suite 220 Bloomfield Hills, MI 48304	X	-	Guarantor of Mattress Discounters Corporation of Michigan Lease	X	X		Unknown
Account No.			Guarantor of Mattress Discounters of NY Lease				
POP Realty Corp. 275 Route 22 Springfield, NJ 07081	X	-		X	X		Unknown

Sheet no. 9 of 14 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

0.00

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			9/28/95				
Rainbow Investment Co. LP c/o Cushman Associates 2901 Fifth Avenue San Diego, CA 92103	X	-	Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown
Account No.			12/27/94				
Ramco Novi II Co. 27600 Northwestern Highway Suite 200 Southfield, MI 48034	X	-	Guarantor of Mattress Discounters Lease	X	X		Unknown
Account No.			8/10/95				
Ramin Youabian 455 Martine Lane Beverly Hills, CA 90210	X	-	Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown
Account No.			Guarantor of Mattress Discounters of NY Lease				
Raphan Corp. c/o Solomon, Richman, Greenberg, PC 3000 Marcus Avenue Lake Success, NY 11042	X	-		X	X		Unknown
Account No.			Guarantor of Mattress Discounters of NY Lease				
Raphan Corp. c/o Solomon, Richman, Greenberg, PC 3000 Marcus Avenue Lake Success, NY 11042	X	-		X	X		Unknown

Sheet no. **10** of **14** sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

0.00

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			7/20/92				
Robert Goudy et al. d/b/a Beresford Prop 512 Nevada Ave San Mateo, CA 94402	X	-	Guarantor of Mattress Discounters Corporation of CA Lease	X	X		Unknown
Account No.			4/15/94				
Ronald P. Beard, Trustee c/o Southland Equities 5120 Birch Street 1st Floor Newport Beach, CA 92660	X	-	Guarantor of Mattress Discounters Corporation of S. CA Lease	X	X		Unknown
Account No.			1/28/94				
San Marcos Freeway Center, LTD c/o Pacific Western Holding Co. 70 Los Valencitos Blvd San Marcos, CA 92069	X	-	Guarantor of Mattress Discounters Lease	X	X		Unknown
Account No.			Guarantor of Mattress Discounters Corporation of S. CA Lease				
Sports Arena Shopping Center LLC c/o Grosvenor Square Shopping Center 3235 Hancock Street Suite 5 San Diego, CA 92110	X	-		X	X		Unknown
Account No.			1992				
St. Michael Investments 190 Hartz Ave Suite 260 Danville, CA 94526	X	-	Guarantor of Mattress Discounters Corporation of CA Lease	X	X		Unknown

Sheet no. 11 of 14 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

0.00

In re **T.J.B., Inc.**Case No. **02-22331**

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G U E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			8/6/99				
State Street Bank & Trust Co., Trustee Attn: Laura L. Moran 2 Avenue de Lafayette Boston, MA 02111	X	-	Guarantor of 12 5/8% Series A and Series B Senior Notes due 2007 of Mattress Discounters Corporation	X			140,000,000.00
Account No.			Pending Litigation Matter				
Stephen Burrowes 12618 Wrightwood Court Upper Marlboro, MD 20772		-		X	X	X	Unknown
Account No.			Guarantor of Mattress Discounters Lease				
The Bleach Group J.L. Krinsky & Co. 66 Tennent Road Manalapan, NJ 07726	X	-		X	X		Unknown
Account No.			7/26/94				
The Givens Family Trust c/o Charles Dunn Realty 800 West 6th Street Moreno Valley, CA 92553		-	Guarantor of WS Manufacturing California, Inc. Lease	X	X		Unknown
Account No.			6/6/94				
The Terra Nova Group 2505 Congress Street Suite 220 San Diego, CA 92110	X	-	Guarantor of Mattress Discounters Corporation of CA Lease	X	X		Unknown
Sheet no. 12 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							140,000,000.00
Subtotal (Total of this page)							140,000,000.00

In re T.J.B., Inc.Case No. 02-22331

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			Guarantor of Mattress Discounters West Coast Corporation Lease				Unknown
Thomas Doherty and Timonthy Doherty Direct Car and Truck Rental 3351 Las Huertas Road Lafayette, CA 94549	X	-		X	X		
Account No.			Guarantor of Mattress Discounters Lease				Unknown
Toms River Plaza Associates, LTD c/o River View Management 1765 Merriman Road Akron, OH 44313	X	-		X	X		
Account No.			Guarantor of Mattress Discounters of NY Lease				Unknown
Turnpike Plaza 2220 West Bury Avenue Carle Place, NY 11514	X	-		X	X		
Account No.			Guarantor of Mattress Discounters of NY Lease				Unknown
Van Brundt Holding Co. 5 Tudor City Place Suite 100 New York, NY 10017	X	-		X	X		
Account No.			Pending Litigation Matter				Unknown
Walter McLellan c/o Gregory J. Harris, Esquire Law Offices of Gregory J. Harris, P.C. 105 Loudoun Street, S.E. Leesburg, VA 20175		-		X	X	X	

Sheet no. 13 of 14 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

0.00

In re T.J.B., Inc.Case No. 02-22331

Debtor

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			7/24/94				
Watt/Craig Associates 2716 Ocean Park Boulevard Suite 3040 Santa Monica, CA 90405	X	-	Guarantor of Mattress Discounters Corporation Lease	X	X		Unknown
Account No.			8/26/96				
Western Development Co. c/o Lewis Operating Corporation 1156 N. Mountain Avenue PO Box 670 Upland, CA 91785-0670	X	-	Guarantor of Mattress Discounters Lease	X	X		Unknown
Account No.			12/22/92				
WH McVay, et al., Trustees Estate of James Campbell PO Box 61000 Kansas City, MO 64161	X	-	Guarantor of Mattress Discounters Corporation of CA Lease	X	X		Unknown
Account No.							
Account No.							

Sheet no. 14 of 14 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

0.00

Total
(Report on Summary of Schedules)

168,324,983.00

In re **T.J.B., Inc.**

Case No. **02-22331**

Debtor

SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

*

* Due to the number of contracts and leases on this Schedule, the Debtors have not been able to determine the true characterization of such contracts or leases. The inclusion of a contract is not an assertion that such contract is executory and the Debtors reserve any and all rights with respect to the true characterization of such contract. Similarly, the Debtors reserve their rights to assert that any lease on this Schedule is not a lease subject to assumption or rejection pursuant to Section 365 of the Bankruptcy Code.

In re **T.J.B., Inc.**

Case No. **02-22331**

Debtor

SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described.

NOTE: A party listed on this schedule will not receive notice of the filing of this case unless the party is also scheduled in the appropriate schedule of creditors.

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
*	In addition to the leases and contracts listed below, the Debtor operates on a consolidated basis with Mattress Discounters Corporation. See Case No. 02-22330
Lillian Kramer & Helene Rubin c/o Polinger Shannon & Luchs 5530 Wisconsin Ave Suite 1000 Chevy Chase, MD 20815	Debtor is Lessee of Real Property Lease dated 7/1/82
Aspen Hill Venture c/o The Tower Companies 11501 Huff Court Bethesda, MD 20895	Debtor is Lessee of Real Property Lease dated 2/22/90
Alta Enterprises c/o Property Management Co. PO Box 2168 Falls Church, VA 22042	Debtor is Lessee of Real Property Lease dated 5/5/88
McGill Development Ltd Partnership #3 PO Box 26234 Baltimore, MD 21210	Debtor is Lessee of Real Property Lease dated 3/3/90
Collington Plaza LLC c/o M. Leo Storch Mgmt Co. Commerce East, Suite 355 1777 Reisterstown Road Baltimore, MD 21208	Debtor is Lessee of Real Property Lease
Burke Town Plaza PO Box 5678 Lutherville, MD 21094	Debtor is Lessee of Real Property Lease
Marlow Heights Shopping Center LLP 2120 L St. NW Suite 880 Washington, DC 20037	Debtor is Lessee of Real Property Lease dated 11/30/88
809 Associates LTD Partnership c/o Metropolitan Mgmt Co. 11299 Owings Mills Blvd Suite 200 Owings Mills, MD 21117	Debtor is Lessee of Real Property Lease

In re T.J.B., Inc.

Case No. 02-22331

Debtor

SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Bhuller Enterprises, Inc. c/o HFI Commercial Real Estate 6205 Old Keene Mill Ct Springfield, VA 22152	Debtor is Lessee of Real Property Lease dated 8/19/87
Somers LLC 124 South Arch Rd Richmond, VA 23236	Debtor is Lessee of Real Property Lease dated 4/14/2000
Chippenham South Associates, LLC 5511 Staples Mill Rd Suite 220 Richmond, VA 23229	Debtor is Lessee of Real Property Lease dated 7/13/00
Dimmock Square LLC c/o Blackwood Development Co. 7400 Beaufont Springs Drive Suite 300 Richmond, VA 23225	Debtor is Lessee of Real Property Lease dated 12/96
Dobbin Square LLP McCuan Development Group Inc. 5550 Sterett Pl Suite 312 Columbia, MD 21044	Debtor is Lessee of Real Property Lease dated 5/7/88
OJB/Mid-Atlantic c/o Recycland LLC 7819 Norfolk Ave 2nd Floor Bethesda, MD 20814	Debtor is Lessee of Real Property Lease dated 6/22/94
Jemal Jefferson LP c/o Douglas Development Corp. 702 H Street NW Washington, DC 20036	Debtor is Lessee of Real Property Lease dated 3/30/90
Carol H. Roop 810 Vicar Ln Alexandria, VA 22331	Debtor is Lessee of Real Property Lease dated 10/7/93
Dundalk Stores Corporation 210 Route 4 East Paramus, NJ 07652	Debtor is Lessee of Real Property Lease dated 12/12/89
Washington Real Estate Investment Trust 6110 Executive Blvd Suite 800 Rockville, MD 20852	Debtor is Lessee of Real Property Lease

In re T.J.B., Inc.

Case No. 02-22331

Debtor

SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Carl D. Silver PO Box 7566 1201 Central Park Blvd Fredericksburg, VA 22401	Debtor is Lessee of Real Property Lease
Sanford Sandelman, Trustee c/o Kin Properties Inc. 185 NW Spanish River Blvd Box 500 Boca Raton, FL 33431	Debtor is Lessee of Real Property Lease dated 5/29/92
OJB/101 N. Frederick Ave LC c/o Recycland LLC 7819 Norfolk Ave 2nd Floor Bethesda, MD 20814	Debtor is Lessee of Real Property Lease
MRO Mid-Atlantic Corp. 800 Tiffany Blvd Suite 201 Rocky Mount, NC 27804	Debtor is Lessee of Real Property Lease dated 1/31/92
GB Mall LP c/o Quantum Mgmt Co. 4912 Del Ray Ave Bethesda, MD 20814	Debtor is Lessee of Real Property Lease
300 Elden Street LP c/o Sugar Oak Realty 481 Carlisle Drive Herndon, VA 22070	Debtor is Lessee of Real Property Lease dated 9/13/89
Lee Highway Associates 4 Reservoir Circle Suite 100 Baltimore, MD 21208	Debtor is Lessee of Real Property Lease dated 12/12/89
HHH Landmark, LLC PO Box 15949 Wilmington, DE 19850	Debtor is Lessee of Real Property Lease dated 4/19/96
OJB/7430 Annapolis Road, LC c/o Recycland, LLC 7819 Norfolk Ave 2nd Fl Bethesda, MD 20814	Debtor is Lessee of Real Property Lease dated 5/16/02
OJB/1600 University Blvd LC c/o Recycland LLC 7819 Norfolk Ave 2nd Fl Bethesda, MD 20814	Debtor is Lessee of Real Property Lease

In re **T.J.B., Inc.**

Case No. **02-22331**

Debtor

SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Public Storage Institutional Fund III 1015 Grandview Ave Glendale, CA 91201	Debtor is Lessee of Real Property Lease dated 3/8/01
Manassas United Management LP 4 reservoir Circle Suite 100 Baltimore, MD 21208	Debtor is Lessee of Real Property Lease dated 5/17/84
Theodore F. Bodnar, Jr. 117 East Franklin Street Hagerstown, MD 21740	Debtor is Lessee of Real Property Lease
Richard Bennett PO Box 99 Long Green, MD 21092	Debtor is Lessee of Real Property Lease dated 11/12/89
Festival at Pasadena LTD Partnership 23 Walker Ave Baltimore, MD 21208	Debtor is Lessee of Real Property Lease dated 8/2/89
K-Mart Corporation 3100 West Big Bever Road Troy, MI 48084	Debtor is Lessee of Real Property Lease
OJB/12260 Rockville Pike, LC c/o Recycland LLC 7819 Norfolk Ave 2nd Fl Bethesda, MD 20814	Debtor is Lessee of Real Property Lease dated 4/1/83
Alan Katz 137 South Warwic Ave Baltimore, MD 21223	Debtor is Lessee of Real Property Lease dated 11/25/91
Rappaport Management Co. 8405 Greensboro Drive Suite 830 Mc Lean, VA 22102	Debtor is Lessee of Real Property Lease dated 5/25/88
OJB/AJRE JV LC c/o Recycland, LLC 7819 Norfolk Ave 2nd Fl Bethesda, MD 20814	Debtor is Lessee of Real Property Lease dated 1/2/96
Pedas Family LP c/o Circle Mgmt Co. 3023 Normandstone Terrace NW Washington, DC 20016	Debtor is Lessee of Real Property Lease dated 8/26/91

In re **T.J.B., Inc.**

Case No. **02-22331**

Debtor

SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
--	--

Douglas Development Corp
702 H Street NW
Suite 400
Washington, DC 20001

Debtor is Lessee of Real Property Lease dated
12/28/98

York and Parks LP
111 South Calvert St
Suite 2820
Baltimore, MD 21202

Debtor is Lessee of Real Property Lease dated
6/12/95

OJB Investment Group LC
c/o Recycland LLC
7819 Norfolk Ave
2nd Fl
Bethesda, MD 20814

Debtor is Lessee of Real Property Lease

Arrington Properties
115 Persimon Hill Trail
Pittsboro, NC 27312

Debtor is Lessee of Real Property Lease dated
9/22/95

St. Charles Joint Venture
MD Mgmt Assoc, Inc.
1 Merchants Plaza
PO Box 7033
Indianapolis, IN 46207

Debtor is Lessee of Real Property Lease dated
1/27/87

Saul Subsidiary I, LP
7501 Wisconsin Ave
Suite 1500
Bethesda, MD 20814

Debtor is Lessee of Real Property Lease dated
3/7/88

J.F. Williams, III
c/o Harrison Bates Inc.
PO Box 490
Richmond, VA 23203

Debtor is Lessee of Real Property Lease dated
12/28/88

Rappaport Management Co.
8405 Greenboro Drive
Suite 830
Mc Lean, VA 22102

Debtor is Lessee of Real Property Lease dated
2/18/93

Salter & Kahn Inc.
359 Boylston Street
Boston, MA 02116

Debtor is Lessee of Real Property Lease dated
7/11/90

Harry Leiser Revocable Trust
62 Mott Ave
New London, CT 06320

Debtor is Lessee of Real Property Lease dated
6/29/90

Vermont Anaheim Partners
10005 Mission Mill Road
Whittier, CA 90601

Debtor is Lessee of Real Property Lease dated
1/25/96

In re **T.J.B., Inc.**

Case No. **02-22331**

Debtor

SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Leonard Sax, LLC 1007 Pearl Street Suite 260 Boulder, CO 80302	Debtor is Lessee of Real Property Lease
Meadows Marketplace c/o Invesco Advisors 1 Lincoln Center Suite 1200 Dallas, TX 75240	Debtor is Lessee of Real Property Lease
Vornado Realty Trust PO Box 11665 Newark, NJ 07101	Debtor is Lessee of Real Property Lease
Lakespur Real Estate Partnership I c/o Transwestern Commercial Service 655 Montgomery Street #500 San Francisco, CA 94111	Debtor is Lessee of Real Property Lease
JDA Software, Inc. 5011 N. Granite Reef Road Attn: Brett W. Lippman Scottsdale, AZ 85250	Software License Agreement
Commonwealth Copy Products, Inc. t/a Commonwealth Digital Office Solution 21205 Ridgetop Circle Sterling, VA 20772	Copier Service and Maintenance Agreement

In re **TJB, Inc.**

Case No. **02-22331**

Debtor

SCHEDULE H. CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. In community property states, a married debtor not filing a joint case should report the name and address of the nondebtor spouse on this schedule. Include all names used by the nondebtor spouse during the six years immediately preceding the commencement of this case.

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR

NAME AND ADDRESS OF CREDITOR

See Attachment H

Attachment H

1. Mattress Discounters Corporation and T.J.B., Inc. (the "Debtors") have been operated on a consolidated basis. On November 18, 2002, the Debtors filed the Joint Chapter 11 Plan Of Reorganization of Mattress Discounters Corporation and T.J.B., Inc. Proposed By The Official Unsecured Creditors Committee and Debtor Mattress Discounters Corporation (the "Plan"). The Plan, as filed, provides for the substantive consolidation of the Debtors. If the Plan is approved, each of the Debtors will be liable for the debts of the others.

2. The creditors listed below are lenders under the Credit Agreement among Mattress Holding Corporation, Mattress Discounters Corporation as Borrower, The Several Lenders from Time to Time Parties Thereto, Fleet National Bank as Co-Agent and JPMorgan Chase Bank as Administrative Agent dated as of August 6, 1999, as Amended and Restated as of January 11, 2002 (as subsequently amended and restated) (the "Credit Facility"). T.J.B., Inc. and Mattress Holding Corporation have guaranteed the obligations of Mattress Discounters Corporation under the Credit Facility.

Name	Address 1	Address 2	Address 3	City	State	Zip
------	-----------	-----------	-----------	------	-------	-----

JPMorgan Chase Bank	270 Park Avenue	20th Floor	Attn: Michael Lancia	New York	NY	10017
Fleet National Bank	777 Main Street	Attn: George Durstin		Hartford	CT	06115
ARK II CLO 2001-1, Ltd.	c/o Patriarch II, LLC	112 S. Tryon St.	Suite 700	Charlotte	NC	28284

*Sealy Mattress Company has a 100% participation interest in the Tranche B Loans under the Credit Facility.

3. The creditors listed below represent a substantial majority of Mattress Discounters Corporation's 12 5/8% Series A and Series B Senior Notes due 2007 (the "Notes"). T.J.B., Inc. has guaranteed Mattress Discounters Corporation's obligations under the Notes.

Name	Address 1	Address 2	Address 3	City	State	Zip
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Blackrock Financial Management	40 East 52nd Street	Attn: Peter Schwartzman		New York	NY	10022
Granview Capital Management, LLC	820 Manhattan Ave.	Suite 200		Manhattan Beach	CA	90266
Ares Management, L.P.	1999 Avenue of the Stars	Suite 1900	Attn: Masa Takenaga	Los Angeles	CA	90067
Salomon Smith Barney	388 Greenwich Street	8th Floor		New York	NY	10013
ING Ghent Asset Management LLC	230 Park Avenue	13th Floor		New York	NY	10169
Sankaty Advisors	111 Huntington Avenue			Boston	MA	02199

4. The Debtors are Co-Debtors on lease obligations for leases with the following landlords.

Name	Address 1	Address 2	Address 3	City	State	Zip	Store Name/Property Location
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Lillian Kramer & Helene V. Rubin	c/o Polinger Shannon & Luchs	5530 Wisconsin Ave.	Suite 1000	Chevy Chase	MD	20815	ARLINGTON, ARLINGTON, VA
Aspen Hill Ventures	c/o The Tower Companies	11501 Huff Court		N Bethesda	MD	20895	ASPEN HILL, WHEATON, MD
Burke Town Plaza, Inc.	P.O. Box 5678			Lutherville	MD	21094	BURKE, BURKE, VA
Marlow Heights Shopping Center L.P.	2120 L Street, NW	Suite 800		Washington	DC	20037	CAMP SPRINGS, MARLOW HEIGHTS, MD
Bhuller Enterprises, Inc.	c/o HFI Commercial Real Estate	6205 Old Keene Mill Court		Springfield	VA	22152	CHANTILLY, CHANTILLY, VA
Jemal Jefferson Limited Partnership	c/o Douglas Development Corp.	702 H Street, NW		Washington	DC	20001	DOWNTOWN 18TH STREET, WASHINGTON, DC
Carol H. Roop	8100 Vicar Lane			Alexandria	VA	22301	DUKE STREET, ALEXANDRIA, VA
Sanford S. Sandelman, as Trustee of the Masue Trust	c/o Kin Properties, Inc.	185 NW Spanish River Blvd	Box 500	Boca Raton	FL	33431	FORESTVILLE, FORESTVILLE, MD
Washington Real Estate Investment Trust	6110 Executive Blvd.	Suite 800		Rockville	MD	20852	FREDERICK, FREDERICK, MD
Dobbin Square, LLP	c/o McCuan Development Group, Inc.	5550 Sterett Place	Suite 312	Columbia	MD	21044	COLUMBIA, COLUMBIA, MD
MRO Mid-Atlantic Corp.	800 Tiffany Blvd.	Suite 201		Rocky Mount	NC	27804	GLEN BURNIE, GLEN BURNIE, MD
G.B. Mall Limited Partnership	c/o Quantum Mgmt. Co.	4912 Del Ray Avenue		Bethesda	MD	20814	GREENBELT, GREENBELT, MD
OJB/1600 University Boulevard, LC	c/o Recycland, LLC	7819 Norfolk Avenue	2nd Floor	Bethesda	MD	20814	LANGLEY PARK, LANGLEY PARK, MD

Public Storage Institutional Fund III	By PS Business Parks, Inc.	1015 Grandview Avenue		Glendale	CA	91201	LAUREL, LAUREL, MD
300 Elden Street, Limited Partnership	c/o Sugar Oak Realty	481 Carlisle Drive		Herndon	VA	22070	HERNDON, HERNDON, VA
Manassas United Mgmt., L.P.	4 Reservoir Circle	Suite 100		Baltimore	MD	21208	MANASSAS, MANASSAS, VA
Richard Bennett	P.O. Box 99			Long Green	MD	21092	PARKVILLE, BALTIMORE, MD
Festival at Pasadena Limited Partnership	23 Walker Avenue			Baltimore	MD	21208	PASADENA, PASADENA, MD
K-Mart Corp., a Michigan Corp.	3100 West Big Beaver Road			Troy	MI	48084	REGENCY, RICHMOND, VA
Mid-Atlantic Realty, Inc.	c/o Recycland, LLC	7819 Norfolk Avenue	2nd Floor	Bethesda	MD	20814	ROCKVILLE, ROCKVILLE, MD
Alan Katz	137 South Warwick Avenue			Baltimore	MD	21223	ROSEDALE, BALTIMORE, MD
Springfield Plaza Ltd. Partnership	c/o Rappaport Mgmt. Co., Dept# 2101-1200	8081 Wolftrap Road	Suite 210	Vienna	VA	22182	SPRINGFIELD, SPRINGFIELD, VA
Pedas Family Limited Partnership	c/o Circle Mgmt. Co.	3023 Normandstone Terrace	NW	Washington	DC	20008	TENLEY CIRCLE, WASHINGTON, DC
OJB Investment Group, LC	c/o Recycland, LLC	7819 Norfolk Avenue	2nd Floor	Bethesda	MD	20814	TYSONS, TYSONS CORNER, VA
St. Charles Joint Venture	c/o M.S. Mgmt. Association, Inc.	One Merchants Plaza		Indianapolis	IN	46207	WALDORF, WALDORF, MD
Rappaport Mgmt Co	8405 Greensboro Drive	Suite 830		McLean	VA	22102	WOODBIDGE, DALE CITY, VA
David H. Carls & Gary F. Snerson	c/o Annex Realty Co.	P.O. Box 610302		Newton Highland	MA	02461	BURLINGTON, BURLINGTON, MA
Fresh Pond Mall Ltd. Partnership	185 Alewife Brook Pkwy.			Cambridge	MA	02138	CAMBRIDGE, CAMBRIDGE, MA
Elanor Walor & Louis Mscisz	c/o Trustees of the Anne Mscisz Trust	P.O. Box 388		Danvers	MA	01923	DANVERS, DANVERS, MA
140 Worchester Road, LLC	P.O. Box 1967			Mashpee	MA	02649	FRAMINGHAM, FRAMINGHAM, MA
Arturo J. Gutierrez, William Eisen & John P. Cataldo	As Trustees of Hillside Realty Trust	Burlington Office Park	One Wall St.	Burlington	MA	01803	SAUGUS, SAUGUS, MA
Watt/Craig Associates	2716 Ocean Park Blvd.	Suite 3040		Santa Monica	CA	90405	BREA, BREA, CA
Community I, LLC	3300 Enterprise Parkway	P.O. Box 228042		Beachwood	OH	22842	CARMEL MOUNTAIN, SAN DIEGO, CA
The Terra Nova Group	2505 Congress St.	Suite 220		San Diego	CA	92110	CHULA VISTA, CHULA VISTA, CA
The Given Family Trust	c/o Charles Dunn Real Estate Service, Inc.	800 W. 6th		Los Angeles	CA	92553	S. CA - CS MANUFACTURING, FONTANA, CA
17th and Newport, LLC	c/o E.S. Scarcello	1706B Newport Blvd.		Costa Mesa	CA	92627	COSTA MESA, COSTA MESA, CA
Byron F. White	591 Camino DeLaReina	Suite 616		San Diego	CA	92108	ENCINITAS, ENCINITAS, CA
Dollinger Properties	306 Lorton Avenue			Burlingame	CA	94010	GLENDALE, GLENDALE, CA
Nevada Investment Holdings, Inc.	c/o Sunbelt Mgmt. Co.	5405 Morehouse Drive	Suite 250	San Diego	CA	92121	KEARNY MESA, SAN DIEGO, CA
Trustee of Ronald P. Beard	c/o Southland Equities	5120 Birch Street	1st Floor	Newport Beach	CA	92660	HUNTINGTON BEACH, HUNTINGTON BEACH, CA
Irvine Retail Properties Co.	c/o Madison Marquette Retail Svcs, Inc.	5 Jennifer	Suite 100	Irvine	CA	92618	IRVINE, IRVINE, CA
Rainbow Investment Co., LP	c/o Cushman Associates	2901 5th Ave.		San Diego	CA	92103	LA MESA, LA MESA, CA
Buie Area M. Ltd.	c/o Pacific West Asset Mgmt. Corp.	150 Paularino	Suite 285	Costa Mesa	CA	96626	LAGUNA NIGUEL, LAGUNA NIGUEL, CA
CT Operating Partnership, LP	3500 Sepulveda Blvd.	PO Box 10010		Manhattan Beach	CA	90266	OCEANSIDE, OCEANSIDE, CA
Cypress Creek Co., LP	c/o Sunbelt Mgmt. Co.	220 Congress Park Dr.	Suite 215	Delray Beach	FL	33445	PALOMAR TROLLEY, CHULA VISTA, CA
Developers Diversified Realty	c/o RVIP Puente Hills, LLC	3300 Enterprise Pkwy.		Beachwood	CA	44122	PUEENTE HILLS, CITY OF INDUSTRY, CA
Western Development Co.	c/o Lewis Operating Corp.	1156 N. Mountain Ave	PO Box 670	Upland	CA	91785	RANCHO CUCAMONGA, RANCHO CUCAMONGA, CA
Ramin Youabian	455 Martin Lane			Beverly Hills	CA	90210	SANTA MONICA, SANTA MONICA, CA
San Marcos Freeway Center, Ltd.	c/o Pacific Western Holding Co.	970 Los Vallecitos Blvd.		San Marcos	CA	92069	SAN MARCOS, SAN MARCOS, CA
M.H. Properties	c/o Pacific West Asset Mgmt. Corp.	150 Paularino	Suite 285	Costa Mesa	CA	92626	SOUTHCOAST PLAZA, SANTA ANA, CA
Sports Arena Shopping Center	DBA Grosvenor Sq. Shopping Center	3235 Hancock St.	Suite 5	San Diego	CA	92101	SPORTS ARENA, SAN DIEGO, CA
DEEK Associates	640 Tigertail Road			Los Angeles	CA	90049	TORRANCE, TORRANCE, CA
Attie Trust	c/o David Antebi	10179 Baywood Ct.		Los Angeles	CA	90077	WEST LA, LOS ANGELES, CA
Eastgate Shopping Center, Inc.	c/o J.J. Gumberg Co., Brinton Executive Center	1051 Brinton Road		Pittsburgh	PA	15221	GREENSBURG, GREENSBURG, PA

Bernard Roth & Donald S. Plung, Trustees under the Trust	Under Art. IV of the Helen G. Roth Trust	3845 Northern Pike		Monroeville	PA	15146	MCKNIGHT ROAD, PITTSBURGH, PA
Malt Partners	5812 Darlington Road			Pittsburgh	PA	15217	MONROEVILLE, MONROEVILLE, PA
Maria Associates	c/o CB Richard Ellis	600 Grant Street		Pittsburgh	PA	15219	ROBINSON, PITTSBURGH, PA
ASN, Inc., a Michigan Corp.	20320 W. Eight Mile Rd			Southfield	MI	48075	EASTPOINTE, EASTPOINTE, MI
Ramco Novi II Co.	27600 Northwestern Hwy.	Suite 200		Southfield	MI	48034	NOVI, NOVI, MI
LWM - Elizabeth LLC	c/o LaKritz-Weber & Company	29100 Northwestern Hwy.	Suite 240	Southfield	MI	48034	PONTIAC, WATERFORD, MI
8600 Associates Limited Partnership	6735 Telegraph Road	Suite 110		Bloomfield Hills	MI	48301	ROSEVILLE, ROSEVILLE, MI
Oakland Mall Ltd.	39577 M. Woodward Avenue	Suite 220		Bloomfield Hills	MI	48304	TROY, TROY, MI
St. Michael Investment	190 Hartz Ave	Suite 260		Danville	CA	94526	DUBLIN, DUBLIN, CA
The Estate of James Campbell	File 72690	P.O. Box 61000		San Francisco	CA	94161	NOVATO, NOVATO, CA
Century Plaza Corp.	c/o Sierra Pacific Properties	3890 Railroad Ave		Pittsburg	CA	94565	PITTSBURG, PITTSBURG, CA
Codding Enterprises	P.O. Box 6655			Santa Rosa	CA	95406	ROHNERT PARK, ROHNERT PARK, CA
1350 Van Ness Associates, LLC	c/o Preston Cook	1699 Van Ness Ave		San Francisco	CA	94109	SAN FRANCISCO, SAN FRANCISCO, CA
Robert Goudy & Lorraine Artoux	DBA Beresford Properties	512 Nevada Ave		San Mateo	CA	94402	SAN MATEO, SAN MATEO, CA
CKL Limited Partnership	c/o Ann Chen	4521 Campus Dr.	PMB # 190	Irvine	CA	64118	SANTA CLARA, SAN JOSE, CA
Chu Living Trust	c/o Biagni Properties, Inc.	104 Park Center Drive		San Jose	CA	95113	TULLY ROAD, SAN JOSE, CA
Allison/Parkway, LP	419 Waverly Street			Palo Alto	CA	94301	VACAVILLE, VACAVILLE, CA
KLP Properties, Inc.	1343 Locust Street	Suite 203		Walnut Creek	CA	94596	VALLEJO, VALLEJO, CA
The Doherty Family	c/o Direct Car and Truck Rental	3351 Las Huertas Rd.		Lafayette	CA	94549	WALNUT CREEK, WALNUT CREEK, CA
LWM - Warren LLC	c/o LaKritz Weber	29100 Northwestern Hwy.	Suite 240	Southfield	MI	48034	WESTLAND, WESTLAND, MI

5. The Debtors are secondary obligors for obligations under leases with the following landlords. The Debtors assigned these leases to Sleepy's, 175 Central Avenue South, Bethpage, NY 10314, but remain contingently liable under the original lease.

Name	Address 1	Address 2	Address 3	City	State	Zip	Store Name/Property Location
Colchester Plaza Assoc. c/o Renaissance Properties	First State Bank Building	342 Route 9 North		Englishtown	NJ	07726	East Brunswick (1), East Brunswick, NJ
"The Bleach Group" J.L. Krinsky & Co	66- Tennent Rd			Manalapan	NJ	07726	Manalapan (2), Manalapan, NJ
Denton Woodbridge LLC	224 East Broad Street			Westfield	NJ	07090	Menlo Park (3), Metuchen, NJ
N. T. Hegeman Co. LTD	223 The Mall at IV			Paramus	NJ	07652	Paramus, Paramus, NJ
Toms River Plaza Associates, LTD	c/o River View Management	1765 Merriman Rd		Akron	OH	44313	Toms River (4), Toms River, NJ
POP Realty Corp	275 Route 22			E. Springfield	NJ	07081	Union (5), E. Springfield, NJ

6. The Debtors are secondary obligors for obligations under leases with the following landlords. The Debtors assigned these leases to Sleepy's, 175 Central Avenue South, Bethpage, NY 10314, but remain contingently liable under the original lease.

Name	Address 1	Address 2	Address 3	City	State	Zip	Store Name/Property Location
Dimitrios Papagiannakis & Maria Papagiannakis	2100 Sound Drive			Greenport	NY	11944	ASTORIA, Astoria, NY
Dr. Robert Ciardullo	170 Maple Avenue	# 305		White Plains	NY	10601	KINGS PLAZA II, Brooklyn, NY
Van Brunt Holding Co.	5 Tudor City Place	Suite 100		New York	NY	10017	KINGS PLAZA I, Brooklyn, NY
Levitt Family Holding Co., A NY Ltd. Partnership	130 West Route 59			Nanuet	NY	10954	NANUET, Nanuet, NY
Raphan Corp.	c/o Solomon, Richman, Greenberg, PC	3000 Marcus Avenue		Lake Success	NY	11042	OZONE PARK, Queens, NY
Marx Realty & Improvement Co., Inc.	708 Third Avenue	15th Floor		New York	NY	10017	REGO PARK, Elmhurst, NY
Fox Hill II, Inc.	P.O. Box C	1044 Northern Hwy.		Roslyn	NY	11576	STATEN ISLAND, Staten Island, NY
Basser-Kaufman Co.	335 Central Avenue			Lawrence	NY	11514	Carle Place (1), Carle Place, NY
Hemstead Wantagh Co	62 south 2nd Street	Suite 2		Deer Park	NY	11729	East Meadow, East Meadow, NY
Raphan Corp	c/o Solomon, Richman, Greenberg, PC	3000 Marcus Ave		Lake Success	NY	11042	Flushing, Flushing, NY
259 Huntington Realty, Inc.	10 East 80th Street			New York	NY	10021	Huntington, Huntington, NY

Lawrence Realty a Ny Partnership	HC 1 Box 1000			Sonoita	AZ	85637	Lake Grove, Lake Grove, NY
Turnpike Plaza	2220 West Bury Avenue			Carle Place	NY	11514	Valley Stream, Valley Stream, NY

7. Mattress Discounters Corporation is a secondary obligor for obligations under leases with the following landlords. Mattress Discounters Corporation assigned these leases to Mattress Liquidators, Inc., dba Mattress King, 5333 North Bannock, Denver, CO 80216, but remains contingently liable under the original lease.

Name	Address 1	Address 2	Address 3	City	State	Zip	Store Name/Property Location
Kew Realty Corp	720 South Colorado Blvd	Suite 740 S		Denver	CO	80246	Denver Corp, Denver, CO
Caar Enterprises, Inc.	1675 Peninsula Circle			Castle Rock	CO	80104	Aurora , Aurora, CO
Community Centers One, LLC	c/o Developers Diversified Realty	3300 Enterprise Pkwy	PO Box 228042	Beachwood	OH	44122	Broadway Mktplace, Denver, CO
BTC Retail Developers, LLC	Diernan Realty Corp	1320 Old Chain Bridge Rd	Suite 430	McLean	VA	22101	Broomfield, Broomfield, CO
Spinnaker Investments LLC	c/o Crestone Developers	501 N. Nevada Ave		CO Springs	CO	80901	Central Academy, CO Springs, CO
Springer Investment Group	4500 Vista Drive			Ft. Collins	CO	80526	Ft. Collins, Ft. Collins, CO
Orix Greeley, Inc.	c/o Woodmont Property Mgmt	2100 West Seventh St		Fort Worth	TX	76107	Greeley, Greeley, CO
Adam Investments, LTD	c/o Michael Handler Carpets			Denver	CO	80223	Lakewood, Lakewood, CO
Media Play, Inc	7500 Flying Cloud Drive			Eden Prairie	MN	55344	Littleton, Littleton, CO
North Academy III, LLC	c/o Dial Realty Co	11506 Nicholas St	Suite 200	Omaha	NE	658135	North Academy, CO Springs, CO
Jordon Perlmutter & Co - JP North Glenn, LLC	1601 Blake Street	Suite 600		Denver	CO	80202	North Glenn, North Glenn, CO
Zuma PC LLC	c/o Kew Management Corp	720 South Colorado Blvd	Suite 740 S	Denver	CO	80246	Westminster, Westminster, CO

8. Mattress Discounters Corporation is a secondary obligor for obligations under leases with the following landlords. Mattress Discounters Corporation assigned these leases to Malachi Mattress American, Inc., dba Mattress Firm, 5815 Gulf Freeway, Houston, TX 77023, but remains contingently liable under the original lease.

Name	Address 1	Address 2	Address 3	City	State	Zip	Store Name/Property Location
Regency Centers L.P.,	c/o Regency Realty Corp.	121 West Forsyth St	Suite 200	Jacksonville	FL	33202	Brandon, Brandon, FL
CPI Limited, Inc.	c/o Carter & Associates	4905 W. Laurel Street	Suite 200	Tampa	FL	33607	Carrollwood, Tampa, FL
James William Baros, Jr. / Evan E. Baros	18917 NE 5th Avenue			Miami	FL	33179	Fowler Avenue, Tampa, FL
TFK Retail, LTD	c/o Trammell Crow Co	10500 Ulmerton Rd	Suite 216	Largo	FL	33771	Largo, Largo, FL
I.C.I. Real Estate (Florida), Inc	3641 West Kennedy Blvd	Suite A		Tampa	FL	33609	New Tampa, Tampa, FL
Desco Property Management	1832 Bayonne Street			Sarasota	FL	34231	Sarasota, Sarasota, FL
Park & Tryone Associates	c/o Sembler Company	5858 Central Ave		St Petersburg	FL	33707	St Petersburg, St Petersburg, FL
Regency Centers	2488 Brandon Blvd			Tampa	FL	33609	West Shore, Tampa, FL

9. Mattress Discounters Corporation is a secondary obligor for obligations under leases with the following landlords. Mattress Discounters Corporation assigned these leases to Mattress World Inc, 5548 S. Naragansett, Bedford Park, IL 60638, but remains contingently liable under the original lease.

Name	Address 1	Address 2	Address 3	City	State	Zip	Store Name/Property Location
Inch & Barry Properties, Ltd.	1261 Wiley Road	Unit L		Schaumburg	IL	60173	CHICAGO - DISTRIBUTION OFFICES, CAROL STREAM, IL
Arlington Annex Ltd. Partnership	c/o M&J Wilkow, Ltd.	180 North Michigan Ave.	Suite 200	Chicago	IL	60601	ARLINGTON HEIGHTS, ARLINGTON HEIGHTS, IL
Moon S. Song	720 West Creekside	Unit 208		Mount Prospect	IL	60056	BARRINGTON, BARRINGTON, IL
The Bedford park Co. Trust	c/o Fretter Investment Group	28833 Telegraph Road		Southfield	MI	48034	BEDFORD PARK, CHICAGO, IL
1633 N. Milwaukee, LLC	c/o CMK Development Corp.	1637 N. Milwaukee Ave		Chicago	IL	60647	BUCKTOWN, CHICAGO, IL
Hampton Mercury Investment Co. Ltd. Partnership	27750 Stansbury	Suite 200		Farmington Hills	MI	48334	CALUMET CITY, CALUMET CITY, IL
Elizabeth H. Phillips	24 Devonshire Lane			Oak Brook	IL	60521	CENTRAL AVENUE, CHICAGO, IL
DiMucci Development Corp.	c/o DiMucci Co.	285 West Dundee Rd.		Palatine	IL	60074	CICERO MARKETPLACE, CICERO, IL
Downers Grove Limited Partnership	27750 Stansbury	Suite 200		Farmington Hills	MI	48334	DOWNERS GROVE W., DOWNERS GROVE, IL
Elk Crossing Limited Partnership	c/o Mid-America Asset Mgmt.	Two Mid-America Plaza	Suite 330	Oakbrook Terrac	IL	60181	ELK GROVE VILLAGE, ELK GROVE VILLAGE, IL

Inland Real Estate Corp.	2901 Butterfield Road			Oak Brook	IL	60523	GENEVA, GENEVA, IL
Dalan/Rubloff Gurnee, LLC	c/o Rubloff Development	20 North Wacker Dr.	Suite 1500	Chicago	IL	60606	GURNEE II, GURNEE, IL
Realty & Mortgage Co.	928 W. Diversey Pkwy.			Chicago	IL	60614	HALSTED STREET, CHICAGO, IL
Harlem Realty Partnership	c/o Malet Realty Ltd.	14 East Jackson Blvd.		Chicago	IL	60604	HARWOOD HEIGHTS, HARWOOD HEIGHTS, IL
Federal Realty Investment Trust	1626 East Jefferson St.			Rockville	MD	20852	HIGHLAND PARK, HIGHLAND PARK, IL
Highland Grove Ltd. Partnership	c/o Developers Diversified Realty Corp.	3300 Enterprise Pkwy	PO Box 228042	Beachwood	OH	44122	HIGHLAND, IN, HIGHLAND, IN
Inland Real Estate Corp.	2901 Butterfield Road			Oak Brook	IL	60523	JOLIET COMMONS, JOLIET, IL
Bradley Operating Limited partnership	c/o Bradley Real Estate	1400 East Gold Rd.	Suite 1000	Rolling Meadows	IL	60008	LOMBARD, LOMBARD, IL
Matteson Lincoln, LLC	c/o Locations Finders Intl. Inc.	533 Ashland Ave.		Chicago Heights	IL	60411	MATTESON, MATTESON, IL
M.P. Associates Ltd. Partnership	c/o O'Lany Inc., Agent	400 North State Street	Suite 220	Chicago	IL	60610	MELROSE PARK, MELROSE PARK, IL
Jubilee Limited Partnership	1798 Frebis Ave.			Columbus	OH	43206	MERRILLVILLE, MERRILLVILLE, IN
Kancov Investment Ltd. Partnership	27750 Stansbury	Suite 200		Farmington Hills	MI	48334	MICHIGAN CITY, IN, MICHIGAN CITY, IN
Hampton Mercury Investment Co. Ltd. Partnership	27750 Stansbury	Suite 200		Farmington Hills	MI	48334	MUNDELEIN, MUNDELEIN, IL
American National Bank	c/o Maria Karas	732 Hunter Road		Glenview	IL	60025	NILES, NILES, IL
TDC - Niles, LLC	c/o Tucker Development Corp.	513 Central Ave.	Suite 400	Highland Park	IL	60035	NILES/TOUHY, NILES, IL
H.J. Mohr & Sons Co.	915 South Maple Ave.			Oak Park	IL	60304	OAK PARK, OAK PARK, IL
Hampton Mercury Investment Co.	27300 West Eleven Mile Road	Suite 806		Southfield	MI	48034	ORLAND PARK, ORLAND PARK, IL
Round Lake Beach Associates, LLC	c/o Mid-Northern Equities Mgmt., Ltd.	3100 Dundee Rd.	Suite 304	Northbrook	IL	60062	ROUND LAKE BEACH, ROUND LAKE BEACH, IL
P.S.J., Inc.	c/o Horizon Mgmt., Inc.	3715 Ventura Dr.	Suite 200	Arlington Heights	IL	60004	SCHAUMBURG, SCHAUMBURG, IL
Sidcor Schaumburg Associates, LC	c/o Sidcor/Real Estate	950 North Western Ave.		Lake Forest	IL	60045	SCHAUMBURG II, SCHAUMBURG, IL
Soo T, LLC	c/o Hiffman Shaffer Associates, Inc.	180 N. Wacker Dr.	Suite 500	Chicago	IL	60606	SOUTH LOOP, CHICAGO, IL
New Plan Realty Trust	1120 Avenue of the Americas	12th Floor		New York	NY	10036	TINLEY PARK, TINLEY PARK, IL
Round Lake Beach Associates, LLC	c/o Mid-Northern Equities Mgmt., Ltd.	3100 Dundee Rd.	Suite 304	Northbrook	IL	60062	VILLA PARK, VILLA PARK, IL
American National Bank & Trust Co.	Trust Number 106890-08	33 North LaSalle St		Chicago	IL	60690	VERNON HILLS, VERNON HILLS, IL
Wabash Randolph Partnership	c/o Klaff Realty, LP	111 W. Jackson Blvd.	13th Floor	Chicago	IL	60604	WABASH, CHICAGO, IL
West Dundee, LLC	c/o Oakridge Properties, Ltd.	804 Roundabout Ct.		West Dundee	IL	60118	WEST DUNDEE, WEST DUNDEE, IL
Sami Prairie Town, LLC	3415 W. Diversey			Chicago	IL	60194	WEST SCHAUMBURG, SCHAUMBURG, IL
Yorkshire Center, LLC	c/o M&J Wilkow	180 N. Michigan Ave.	Suite 200	Chicago	IL	60601	AURORA/FOX LAKE, AURORA, IL
L.P. Morgan Investment Mgmt., Inc.	c/o Mid America Asset Mgmt., Inc.	Two Mid America Plaza	3rd Floor	Oakbrook Terrace	IL	60181	BATAVIA, BATAVIA, IL
Sevenous Group, LLC	4967 Crooks Road	Suite 200	PO Box 7040	Troy	MI	48098	BLOOMINGDALE (2), BLOOMINGDALE, IL
NewCastle Properties, LLC	333 Skokie Blvd.	Suite 101		Northbrook	IL	60062	BURBANK/CHICAGO, CHICAGO, IL
Allied District Properties, LP	c/o Klaff Realty, LP	122 South Michigan Ave	Suite 1000	Chicago	IL	60603	ELGIN, ELGIN, IL
American National Bank & Trust Co. of Chicago	Trust # 63501	3100 Dundee Road	Suite 304	Northbrook	IL	60062	GLEN ELLYN, GLEN ELLYN, IL
LaSalle National Trust	c/o Irving-Harlem Mgmt. Co.	PO Box 407		Deerfield	IL	60015	HARLEM /IRVING, NORRIDGE, IL
LaSalle National Bank	c/o Diane Rosenberg	832 S. Central Ave.		Chicago	IL	60644	HILLSIDE, HILLSIDE, IL
LaSalle National Bank	135 South LaSalle Street			Chicago	IL	60603	LOMBARD/VILLA PARK, LOMBARD, IL
Gus Demas Building Corp.	655 Forest Hill Rd.			Lake Forest	IL	60045	MCHENRY, MCHENRY, IL
North Riverside Associates Ltd. Partnership	c/o SM Property Mgmt. Co., Inc	One Northfield Plaza	Suite 210	Northfield	IL	60093	N. RIVERSIDE, NORTH RIVERSIDE, IL
Inland Real Estate Corp.	2901 Butterfield Rd.			Oak Brook	IL	60523	OAKLAWN (2), OAK LAWN, IL
S&W Partners, LLC	834 Northwoods Ct.			Deerfield	IL	60015	PALATINE, PALATINE, IL
P&A Properties, LLC	c/o Philip Pappas	3654 N. Lincoln Hwy.		Chicago	IL	60613	SHEFFIELD/CLYBOURN, CHICAGO, IL

10. The Debtors are a secondary obligors for obligations under leases with the following landlords. The Debtors assigned these leases to Mattress Liquidators, Inc., dba Mattress King, 5333 North Bannock, Denver, CO 80216, but remain contingently liable under the original lease.

<u>Name</u>	<u>Address 1</u>	<u>Address 2</u>	<u>Address 3</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Store Name/Property Location</u>
Leonard B. Sax, LLC	c/o Flagstaff Properties, Inc	1007 Pearl Street	Suite 260	Boulder	CO	80302	Arvada , Arvada, CO
Meadows Marketplace, Inc.	c/o Invesco Advisors	One Lincoln Center, Ste 2100	5400 LBJ Freeway	Dallas	TX	75240	Meadows Mktplace, Lone Tree, CO

11. T.J.B., Inc. is a secondary obligor for obligations under leases with the following landlords. T.J.B., Inc. assigned these leases to Sleepy's, 175 Central Avenue South, Bethpage, NY 10314, but remains contingently liable under the original lease.

<u>Name</u>	<u>Address 1</u>	<u>Address 2</u>	<u>Address 3</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Store Name/Property Location</u>
Vornado Realty Trust	PO Box 11665			Newark	NJ	07101	Jersey City, Jersey City, NJ

**With respect to the leases under items 5-11, the Court has authorized the assumption and assignment of those leases to the current primary lessee pursuant to an order entered December 9, 2002. Accordingly, the Debtors are no longer contingently liable for those obligations.

United States Bankruptcy Court
District of Maryland

In re T.J.B., Inc.

Debtor(s)

Case No. 02-22331

Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Financial Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 40 sheets *[total shown on summary page plus 1]*, and that they are true and correct to the best of my knowledge, information, and belief.

Date

12/12/02

Signature



Rick Frier
Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
District of Maryland**

In re T.J.B., Inc.

Debtor

Case No. 02-22331

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Mattress Discounters Corporation 9822 Fallard Court Upper Marlboro, MD 20772	Common	100%	

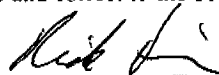
DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Financial Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date

12/12/02

Signature



Rick Frier
Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.